

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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: 05cv7583
IN RE: SMITH BARNEY TRANSFER :
AGENT LITIGATION : AFFIDAVIT OF FRANCIS E.
: MCGOVERN PURUSANT TO FED. R
-----X : CIV. P. 53 & LOCAL CIV. R. 53.1

State of District of Columbia
County of Washington, D.C.) ss.

FRANCIS E. MCGOVERN, being first duly sworn according to law, states the following:

I. Bar Admissions

I am an attorney at law, duly licensed to practice law in the State of Texas. My bar admissions are as follows: Texas (Bar No. 13637800), Alabama (Bar No. ASB-5873-073f), Virginia 13836 (Bar No. 13836), and District of Columbia (Bar No. 216192).

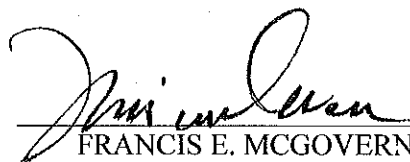
II. Conflicts

I have thoroughly familiarized myself with the issues involved in the above-captioned case and have determined that there are no grounds for disqualification under 28 U.S.C. § 455 that would prevent me from serving as the Special Master in this action.

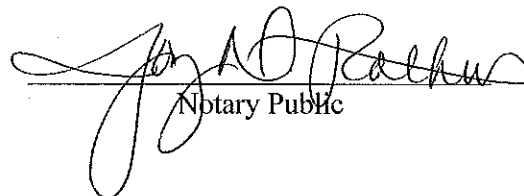
III. Oath

I solemnly swear that I will administer justice in conformance with the order of appointment without respect to persons, and do equal right to the poor and to the rich, and that I will faithfully and impartially discharge and perform all the duties incumbent upon me as a Special Master under the Constitution and laws of the United States.

Dated: April 13, 2015

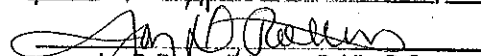

FRANCIS E. MCGOVERN

Subscribed and sworn before me this 13 day of April, 2015.


Notary Public

District of Columbia: SS

Subscribed and sworn to before me in my presence,
this 13th day of April, 2015


Joy D. Rothwell, Notary Public, D.C.

My commission expires August 14, 2018.

